

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MISSOURI**

<p>In re: <i>23ANDME HOLDING CO.</i>, et al.,</p> <p>Debtors.</p> <p>PEOPLE OF THE STATE OF CALIFORNIA</p> <p>Appellants/Movants</p> <p>v.</p> <p><i>23ANDME HOLDING CO.</i>, et al.,</p> <p>Appellees/Respondents</p>	<p>Case No. 25-40976 Chapter 11 (Jointly Administered)</p> <p>Case No. 25cv999</p>
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MEMORANDUM IN SUPPORT OF MOTION TO CONSOLIDATE

I Background

The People of the State of California in this Case, through the Office of the Attorney General (“California”) filed a Notice of Appeal (the “California Appeal”) of an Order of the Bankruptcy Court (the “Sale Order”) approving the sale of 23andMe’s assets (BR doc 933) DC doc 1) , attached to which are the Sale Order (BR doc 910) and order addressing Objections to

Proposed Sale and Related Matters (BR doc 909) and Judge Walsh’s Memorandum Opinion (BR Doc 908) in support of the Sale order. .

CAVEAT, in Case No. 4:25-01001, filed a Notice of Appeal (BR Doc 934) (DC doc (the “CAVEAT Sale Order Appeal”) attached to which is the same Sale Order. of the same Sale Order; and of a related order denying CAVEAT’s objection to the Sale Order(BR Doc 936

CAVEAT, in its Emergency Motion for Stay Pending Appeal of Bankruptcy Court Order Approving Sale of Debtors’ Assets and Related Order and Sale Transaction (doc 7) (the “CAVEAT Stay Motion”) filed in Case No. 4:25-cv-01001 seeks a stay of an Order of the Bankruptcy Court approving the sale of Debtor 23andMe’s assets (BR doc 908).

California filed The People of the State of California’s Emergency Motion for a Stay Pending Appeal the “California Stay Motion”) in this Case seeking this Court’s stay of the Sale Order (doc 8) in this case (the “California Stay motion”) .

II. Argument

Rule 42(a) of the Federal Rules of Civil Procedure provides that if actions before the court involve a common question of law or act, the court may: (1) join for hearing or trial any or all matters at issue in the actions; (2) consolidate the actions; or (3) issue any other orders to avoid unnecessary cost or delay. A District court has broad discretion to determine whether to consolidate. *Jordan v. Bell*, 2024 U.S. Dist. Lexis 184046 (ED Mo. Oct. 2, 2024) . The Eighth Circuit has directed that the purpose of consolidation is to promote convenience an economy in administration of actions. *Jordan v. Bell citing Enter. Bank v. Saettele*, 21 F. 3d 233, 235 (8th Cir. 1994).

The common issue of law in the CAVEAT Appeals and California Appeals is whether the proposed sale transaction complies with section 363(b)(1) , which requires an analysis of

Debtor's privacy policies, and applicable states laws (which requires a determination as to the applicability of states' laws) concerning transfer and disclosure of genetic materials and information. It is more economic and efficient for a single court to undertake this analysis of the very same transaction and laws. Accordingly the CAVEAT Appeals and California Appeal are appropriately consolidated..

A relevant issue for resolution of both the CAVEAT and California Stay motions is likelihood of success on the merits. This involves an analysis of the same issues referenced above relevant to the appeal. In addition the "public interest" and "substantive harm" to other interested parties prongs of the stay pending appeal analysis will be the same for CAVEAT's and California's Stay motions.- the effect of a stay of the sale on other parties and how the public is affected by the sale proceeding or not and the handling of genetic materials of customers under either scenario.

Accordingly, it is in the interests of judicial economy for the Stay Motions of CAVEAT and California to be heard in a single hearing.

WHEREFORE, CAVEAT respectfully requests that this Court consolidate the CAVEAT Appeals and California Appeal as well as the hearing on the CAVEAT Stay motion and California Stay Motion.

Respectfully submitted,

/s/ John Talbot Sant, Jr.

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of this document was filed electronically with the United States District Court and has been served on the parties in interest via email by the Court's CM/ECF system on this 8th day of July 2025.

/s/ John Talbot Sant, Jr.